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Attorneys for Plaintiffs and the Proposed Class

**UNITED STATES DISTRICT COURT
 DISTRICT OF NEW JERSEY**

TAYLOR GOINES, Individually and on
 Behalf of Itself and All Others Similarly
 Situated,

Plaintiff,

v.

CELSIUS NETWORK, LLC, CELSIUS
 LENDING, LLC, CELSIUS KEYFI LLC,
 ALEXANDER MASHINSKY, SHLOMI
 “DANIEL” LEON, DAVID BARSE, and
 ALAN JEFFREY CARR,

Defendants.

:
 : Civil Action No. 2:22-cv-04560(KM)(ESK)
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 : **JOINT DECLARATION OF JONATHON**
 : **HOLT AND MATTHEW COFFEY IN**
 : **SUPPORT OF MOTION FOR**
 : **APPOINTMENT AS LEAD PLAINTIFF,**
 : **AND APPROVAL OF SELECTION OF**
 : **COUNSEL**
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We, JONATHON HOLT and MATTHEW COFFEY, declare as follows:

1. We respectfully submit this Declaration in support of our Motion for appointment as lead plaintiff pursuant to the Private Securities Litigation Reform Act of 1995 (“PSLRA”), and for approval of our selection of Taylor-Copeland Law as lead counsel.

2. We each have personal knowledge about the information in this Joint Declaration relating to our own activities, actions and beliefs.

3. I, Jonathon Holt, am a self-employed IT consultant. As reflected in my certification, I invested a significant amount of Ether (ETH) and Gemini Dollar (a U.S. dollar stable coin

otherwise known as GUSD) in Celsius Earn Rewards Account securities during the Class Period. I am thus motivated to recover related damages for my benefit and the benefit of all members of the Class. I am a resident of Minnesota. I decided to join in and seek appointment as lead plaintiff with Matthew Coffey.

4. I, Matthew Coffey, am a software developer. As reflected in my certification, I invested a significant amount of USDC (a U.S. dollar stable coin) in Celsius Earn Rewards Account securities during the Class Period. I am thus motivated to recover related damages for my benefit and the benefit of all members of the Class, including international investors in Celsius Earn Rewards Account securities. I reside in Southampton, United Kingdom. I decided to join in and seek appointment as lead plaintiff with Jonathon Holt.

5. We understand that, if appointed as lead plaintiff, we will be entrusted with prosecuting this action on behalf of not only our interests, but the many other investors whose interests are at stake. We are aware that, as lead plaintiff, we will interact with and direct counsel, review and comment on important pleadings and documents in the case, participate in discovery (including having our depositions taken and providing evidence relating to our investments in the Celsius Earn Rewards Accounts), participate in settlement discussions, attend trial, if necessary, and authorize any potential settlement on behalf of the class as well as approve any attorneys' fee and cost request by counsel. As our certifications attest, we are willing to undertake these responsibilities.

6. We are highly incentivized to recover the substantial losses we have suffered as a result of Defendants' violations of the securities laws and are committed to actively directing this litigation and maximizing a recovery for the Class. We believe the allegations in this case are

meritorious and that the Class will benefit from having highly motivated investors, with substantial financial interests at stake, in control of the case.

7. We decided to seek appointment as lead plaintiff together in part because one of us is a U.S.-based investor and the other is an international investor. Our active involvement in the case will thus ensure the putative class is broadly represented. We also believe our collective resources, investment experience, and diversity will benefit the class in prosecuting this litigation.

8. We have established communication channels so we can efficiently communicate with each other directly and with our counsel regarding the litigation. We have been, and will continue to be apprised of significant litigation developments, and we have established with our proposed lead counsel that counsel will only act pursuant to lead plaintiff's direction and oversight. We will continue to communicate with each other to efficiently oversee and direct the litigation. Together, we will make decisions on behalf of the class whenever necessary. In the event of a disagreement, we will discuss the issue with our counsel to see if a mutually agreeable resolution can be reached. If it cannot, then Mr. Holt will have final decision-making authority because he has the largest financial interest between the two of us.

9. We do not foresee any problems communicating with each other or staying informed of the progress of the litigation. As part of our efforts to formalize our leadership in this case, we have had multiple calls with our proposed Lead Counsel, Taylor-Copeland Law, as well as a group call, to discuss, among other things: the facts and the merits of the claims against Defendants; the duties and responsibilities of co-lead plaintiffs; the benefits we can provide to the Class; and ensuring that the Class's claims will be effectively prosecuted.

10. We understand that, as lead plaintiff, it is our responsibility to select counsel for the class. We have selected Taylor-Copeland as Lead Counsel. Our decision is based on the fact that

Taylor-Copeland Law has a successful track record in prosecuting securities class actions in the cryptocurrency space. Taylor-Copeland Law has agreed to a clear, written agreement regarding work in the case. We will approve any fee/expense request before it is submitted to the Court.

We declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct.

Executed on October 7, 2022.



JONATHON HOLT

Executed on October 7, 2022.



MATTHEW COFFEY